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Virgolino de Oliveira S.A. Açúcar e Álcool, et al.*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:	:
	:
	Chapter 15
VIRGOLINO DE OLIVEIRA, S.A.	:
AÇÚCAR E ÁLCOOL,	:
	Case No. 25-10696 (MG)
	:
Debtor in a Foreign Proceeding.	:
-----X	
In re:	:
	:
	Chapter 15
AGROPECUÁRIA NOSSA SENHORA	:
DO CARMO S.A.,	:
	Case No. 25-10698 (MG)
	:
Debtor in a Foreign Proceeding.	:
-----X	
In re:	:
	:
	Chapter 15
AÇUCAREIRA VIRGOLINO DE	:
OLIVEIRA S.A.,	:
	Case No. 25-10699 (MG)
	:
Debtor in a Foreign Proceeding.	:
-----X	
In re:	:
	:
	Chapter 15
AGROPECUÁRIA TERRAS NOVAS S.A. ,	:
	Case No. 25-10700 (MG)
	:
Debtor in a Foreign Proceeding.	:
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In re:	:
	:
	Chapter 15
USINA CATANDUVA S.A.	:
AÇÚCAR E ÁLCOOL,	:
	Case No. 25-10701 (MG)
	:
Debtor in a Foreign Proceeding.	:
-----X	

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In re:	:	
	:	Chapter 15
RO SERVIÇOS AGRÍCOLAS S.A.,	:	
	:	Case No. 25-10702 (MG)
Debtor in a Foreign Proceeding.	:	
-----X		
In re:	:	
	:	
ESTATE OF CARMEN RUETE DE OLIVEIRA,	:	Chapter 15
	:	
Debtor in a Foreign Proceeding.	:	Case No. 25-10703 (MG)
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In re:	:	
	:	
CARMEN APARECIDA RUETE DE OLIVEIRA,	:	Chapter 15
	:	
Debtor in a Foreign Proceeding.	:	Case No. 25-10704 (MG)
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In re:	:	
	:	
VIRGOLINO DE OLIVEIRA FILHO,	:	Chapter 15
	:	
Debtor in a Foreign Proceeding.	:	Case No. 25-10705 (MG)
-----X		

**MOTION FOR ENTRY OF ORDER PURSUANT TO 11 U.S.C. § 105(a)  
AND BANKRUPTCY RULE 1015(b) DIRECTING JOINT  
ADMINISTRATION OF THE DEBTORS' CHAPTER 15 CASES**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Marcos Roberto dos Santos (the “Foreign Representative”), the authorized foreign representative of Virgolino de Oliveira S.A. Açúcar e Álcool; Agropecuária Nossa Senhora do Carmo S.A.; Açucareira Virgolino de Oliveira S.A.; Agropecuária Terras Novas S.A.; Usina Catanduva S.A. Açúcar e Álcool; RO Serviços Agrícolas S.A.; Estate of Carmen Ruete de Oliveira; Carmen Aparecida Ruete de Oliveira; and Virgolino de Oliveira Filho (collectively, “GVO”, “GVO Group” or “Debtors”), the debtors in judicial receivership (*Recuperação Judi-*

*cial*) in São Paulo, Brazil (the “Brazilian Reorganization”),<sup>1</sup> by his attorneys R3M Law, LLP, respectfully submits this motion for joint administration of the Debtors’ Chapter 15 Cases (the “Motion”), and states:

### **RELIEF REQUESTED**

1. The Foreign Representative seeks entry of an order substantially in the form attached as Exhibit 1 (the “Proposed Order”) directing the joint administration of the Debtors’ Chapter 15 Cases, for procedural purposes only, pursuant to section 105(a) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), and Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

### **JURISDICTION AND VENUE**

2. This Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.). This is a core proceeding under 28 U.S.C. § 157(b)(2)(P). Venue is proper under 28 U.S.C. § 1410.

3. These chapter 15 cases (the “Chapter 15 Cases”) have been properly commenced under section 1504 of the Bankruptcy Code by filing a voluntary petition for relief for recognition of the Brazilian Reorganization under Bankruptcy Code section 1515 (the “Chapter 15 Petition”). *See* ECF doc. 1.<sup>2</sup>

4. The legal predicates for the relief requested are sections 1504, 1509, 1514, 1515, and 1517 of the Bankruptcy Code; Rules 1012, 2002(m), 2002(p), 2002(q) and 9007 of the

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<sup>1</sup> Two of the original debtors, Virgolino de Oliveira Empreendimentos Imobiliários S.A. and Virgolino de Oliveira Bioenergia Ltda. were merged into other GVO companies under the Plan: (i) VO Bioenergia was incorporated into Virgolino de Oliveira S.A. Açúcar e Alcool and Açucareira Virgolino de Oliveira S.A., and (ii) VO Empreendimentos was incorporated into Agropecuária Terras Novas S.A.

<sup>2</sup> References to ECF documents are to the docket in the lead case of *In re Virgolino de Oliveira S.A. Açúcar e Alcool*, case no. 25-10696.

Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”); and Local Bankruptcy Rules (“LBR”) 2002-4, 9006-1(b), 9013-1(a) and 9014.

### **BACKGROUND**

5. A comprehensive discussion of the Debtors’ activities, business, corporate and capital structures, and events leading to the filing of the Brazilian Reorganization and confirmation of the Reorganization Plan are set forth in the Verified Petition<sup>3</sup> and the accompanying Declarations of Marcos Roberto dos Santos, the Foreign Representative [ECF doc. 4], and Adriana Dias de Oliveira, Brazilian counsel to the Debtors [ECF doc. 5] and incorporated herein.

### **BASIS FOR RELIEF REQUESTED**

6. Bankruptcy Rule 1015(b) provides in relevant part: “If a joint petition or two or more petitions are pending in the same court by or against ... a debtor and an affiliate, the court may order a joint administration of the estates.” Fed. R. Bankr. P. 1015(b). As the Verified Petition makes clear, the Debtors are “affiliates” as that term is defined in section 101(2) of the Bankruptcy Code and petitions for each of the Debtors have been filed with this Court. As such, “two or more petitions are pending” in this Court, within the meaning of that phrase as used in Bankruptcy Rule 1015(b).

7. Courts, including this Court, have granted joint administration in chapter 15 cases based solely upon Bankruptcy Rule 1015(b). *See, e.g., In re U.S.J. - Açúcar e Alcool S.A.*, Case No. 22-10320 (DSJ) (Bankr. S.D.N.Y. Apr. 4, 2022) (ECF No. 15); *In re Odebrecht Engenharia e Construcao S.A.*, Case No. 20-12741 (MEW) (Bankr. S.D.N.Y. Nov. 25, 2020) (ECF No. 9); *In re Odebrecht, S.A.*, Case No. 19-12731 (SMB) (Bankr. S.D.N.Y. Aug. 28, 2019) (ECF No. 9); *In re Odebrecht Oleo e Gas S.A.*, Case No. 17-13130 (JLG) (Bankr. S.D.N.Y. Nov. 8, 2017) (ECF No. 16); and *In re OAS S.A.*, No. 15-10937 (SMB) (Bankr. S.D.N.Y. Apr. 16,

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<sup>3</sup> Capitalized terms not defined in this Motion are defined in the Verified Petition.

2015) (ECF No. 13). The Court has authority to enter the Proposed Order pursuant to Bankruptcy Rule 1015(b).

8. In addition to Bankruptcy Rule 1015(b), the relief requested is available pursuant to section 105(a) of the Bankruptcy Code. Section 105(a), made applicable in chapter 15 cases pursuant to section 103(a), permits this Court to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of [the Bankruptcy Code].” 11 U.S.C. §105(a). Section 105(a) “empower[s] ‘the bankruptcy court to exercise its equitable powers to facilitate the implementation of other Bankruptcy Code provisions.’” *In re Select Tree Farms, Inc.*, 483 B.R. 595, 597 (Bankr. W.D.N.Y. 2012) (internal quotations omitted) (citing *Solow v. Kalikow (In re Kalikow)*, 602 F.3d 82, 97 (2d Cir. 2010)); *see also In re Fairfield Sentry Ltd.*, 458 B.R. 665, 691-92 (S.D.N.Y. 2011) (noting that in chapter 15 cases, a bankruptcy court may enter orders pursuant to section 105(a) only to the extent consistent with the Bankruptcy Code and the Bankruptcy Rules) (citing *Barbieri v. RAJ Acquisition Corp. (In re Barbieri)*, 199 F.3d 616, 620-21 (2d Cir. 1999)).

9. Joint administration of these cases is warranted because: (a) the Debtors’ financial affairs and business operations are closely related; (b) the Debtors are party to a single, consolidated reorganization proceeding in Brazil and subject to a single confirmed Plan; and (c) the joint administration of the Chapter 15 Cases will ease the administrative burden of the Chapter 15 Cases on this Court and parties in interest. It will relieve the Court of the burden of entering duplicative orders and maintaining duplicative files for each of the Debtors’ cases. Moreover, granting the relief requested will limit the costs associated with the Chapter 15 Cases, resulting in savings that the Debtors can use for their continued operations and to make Plan payments to creditors. Importantly, the rights of creditors will not be affected by the joint administration of the Chapter 15 Cases, as this Motion requests consolidation for administrative purposes only.

10. As such, the Foreign Representative respectfully requests that the caption of the Chapter 15 Cases be modified to reflect the joint administration of the Chapter 15 Cases, as follows:

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:	: Chapter 15
	: :
VIRGOLINO DE OLIVEIRA, S.A.	: Case No. 25-10696 (MG)
AÇÚCAR E ÁLCOOL, <i>et al.</i> ,	: :
	: Jointly Administered
Debtors in a Foreign Proceeding. <sup>1</sup>	: :
-----X	

<sup>1</sup> The debtors in these chapter 15 cases, along with each Debtor's tax identification or corporate registry number, are: Virgolino de Oliveira S.A. Açúcar e Álcool (No. 49.911.589/0001-79); Agropecuária Nossa Senhora do Carmo S.A. (No. 50.031.780/0001-50); Açucareira Virgolino de Oliveira S.A. (No. 07.024.792/0001-83); Agropecuária Terras Novas S.A. (No. 07.024.787/0001-70); Usina Catanduva S.A. Açúcar e Álcool (No. 44.330.983/0001-08); RO Serviços Agrícolas S.A. (No. 09.575.642/0001-93); Estate of Carmen Ruete de Oliveira (No. 08.460.935/0001-62); Carmen Aparecida Ruete de Oliveira (No. 08.460.973/0001-15); and Virgolino de Oliveira Filho (No. 08.447.511/0001-68).

11. The Foreign Representative also requests that the Court direct that the following statement be entered on the docket of each of the Debtors' Chapter 15 Cases to reflect their joint administration:

An Order has been entered in this case directing the procedural consolidation and joint administration of the Chapter 15 Cases of Virgolino de Oliveira S.A. Açúcar e Álcool, Agropecuária Nossa Senhora do Carmo S.A., Açucareira Virgolino de Oliveira S.A., Agropecuária Terras Novas S.A., Usina Catanduva S.A. Açúcar e Álcool, RO Serviços Agrícolas S.A., Estate of Carmen Ruete de Oliveira, Carmen Aparecida Ruete de Oliveira and Virgolino de Oliveira Filho. The docket of Virgolino de Oliveira S.A. Açúcar e Álcool in Case No. 25-10696 (MG) should be consulted in all matters affecting or related to this case.

**NOTICE**

12. Notice of this Motion will be provided to the Notice Parties as set forth in the Debtors' *Motion for Entry of Order (i) Scheduling Recognition Hearing; and (ii) Approving Form and Manner of Notice* to be filed in the main case in the manner described therein. The Foreign Representative submits that, in view of the facts and circumstances, such notice is sufficient and no other or further notice need be provided.

13. No previous request for the relief sought in this Motion has been made by the Foreign Representative to this or any other court.

**WHEREFORE**, the Foreign Representative respectfully requests entry of the Proposed Order granting the relief requested in the form of Exhibit 1, and such other and further relief as the Court considers appropriate.

Dated: New York, New York  
April 10, 2025

R3M LAW, LLP  
Counsel to the Foreign Representative  
By:

/s/ Howard P. Magaliff  
JEFFREY N. RICH  
HOWARD P. MAGALIFF  
6 East 43<sup>rd</sup> Street, 21<sup>st</sup> Floor  
New York, NY 10017  
646.453.7851  
*hmagaliff@r3mlaw.com*

**EXHIBIT 1**

**Proposed Order**



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re:

VIRGOLINO DE OLIVEIRA, S.A.  
AÇÚCAR E ÁLCOOL,

Debtor in a Foreign Proceeding.  
-----X

:  
:  
Chapter 15

:  
:  
Case No. 25-10696 (MG)

In re:

AGROPECUÁRIA NOSSA SENHORA  
DO CARMO S.A.,

Debtor in a Foreign Proceeding.  
-----X

:  
:  
Chapter 15

:  
:  
Case No. 25-10698 (MG)

In re:

AÇUCAREIRA VIRGOLINO DE  
OLIVEIRA S.A.,

Debtor in a Foreign Proceeding.  
-----X

:  
:  
Chapter 15

:  
:  
Case No. 25-10699 (MG)

In re:

AGROPECUÁRIA TERRAS NOVAS S.A. ,

Debtor in a Foreign Proceeding.  
-----X

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:  
Chapter 15

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:  
Case No. 25-10700 (MG)

In re:

USINA CATANDUVA S.A.  
AÇÚCAR E ÁLCOOL,

Debtor in a Foreign Proceeding.  
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:  
:  
Chapter 15

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:  
Case No. 25-10701 (MG)

In re:

RO SERVIÇOS AGRÍCOLAS S.A.,

Debtor in a Foreign Proceeding.  
-----X

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:  
Chapter 15

:  
:  
Case No. 25-10702 (MG)

-----X	
In re:	:
	:
ESTATE OF CARMEN RUETE DE OLIVEIRA,	:
	:
Debtor in a Foreign Proceeding.	:
-----X	
In re:	:
	:
CARMEN APARECIDA RUETE DE OLIVEIRA,	:
	:
Debtor in a Foreign Proceeding.	:
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In re:	:
	:
VIRGOLINO DE OLIVEIRA FILHO,	:
	:
Debtor in a Foreign Proceeding.	:
-----X	

### **ORDER DIRECTING JOINT ADMINISTRATION OF CHAPTER 15 CASES**

Upon the Motion dated April 10, 2025 of Marcos Roberto dos Santos (the “Foreign Representative”), the authorized foreign representative of Virgolino de Oliveira S.A. Açúcar e Álcool; Agropecuária Nossa Senhora do Carmo S.A.; Açucareira Virgolino de Oliveira S.A.; Agropecuária Terras Novas S.A.; Usina Catanduva S.A. Açúcar e Álcool; RO Serviços Agrícolas S.A.; Estate of Carmen Ruete de Oliveira; Carmen Aparecida Ruete de Oliveira; and Virgolino de Oliveira Filho (collectively, the “Debtors”), the debtors in judicial receivership (*Recuperação Judicial*) in São Paulo, Brazil (the “Brazilian Reorganization”),<sup>1</sup> by his attorneys R3M Law, LLP, seeking entry of an order pursuant to section 105(a) of title 11, United States Code (the “Bankruptcy Code”) and Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the

<sup>1</sup> Two of the original debtors, Virgolino de Oliveira Empreendimentos Imobiliários S.A. and Virgolino de Oliveira Bioenergia Ltda. were merged into other GVO companies under the Plan: (i) VO Bioenergia was incorporated into Virgolino de Oliveira S.A. Açúcar e Álcool and Açucareira Virgolino de Oliveira S.A., and (ii) VO Empreendimentos was incorporated into Agropecuária Terras Novas S.A.

“Bankruptcy Rules”) directing the joint administration of the Debtors’ Chapter 15 Cases for procedural purposes only (the “Motion”); and the Court having jurisdiction over this matter; and adequate and sufficient notice of the Motion having been given to the Notice Parties as set forth in the Debtors’ *Motion for Entry of Order (i) Scheduling Recognition Hearing; and (ii) Approving Form and Manner of Notice* [Case # 25-10696, ECF doc. --] in the manner described herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors and their creditors, and that the legal and factual bases set forth in the Motion establish cause for the relief requested; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, the Court hereby **FINDS** and **CONCLUDES** that:

A. The findings and conclusions set forth herein constitute this Court’s findings of fact and conclusions of law pursuant to Rule 7052 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), made applicable to this proceeding pursuant to Bankruptcy Rule 9014. To the extent any of the following findings of fact constitute conclusions of law, they are adopted as such. To the extent any of the following conclusions of law constitute findings of fact, they are adopted as such.

B. The Court has jurisdiction pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P), and the Court has the statutory and constitutional authority to issue a final ruling. Venue is proper pursuant to 28 U.S.C. § 1410.

C. The requested relief is necessary and appropriate to carry out the efficient administration of the Chapter 15 Cases and the provisions of the Bankruptcy Code.

THEREFORE, based upon the foregoing findings of fact and conclusions of law, it is hereby **ORDERED** that:

1. The Motion is **GRANTED** as set forth herein.

2. Pursuant to 11 U.S.C. § 105(a) and Bankruptcy Rule 1015(b), the Chapter 15 Cases of the Debtors are consolidated for procedural purposes only and shall be jointly administered by the Court. Nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the Debtors in the Chapter 15 Cases.

3. All pleadings, motions and other documents in these Chapter 15 Cases shall use the following caption in substantially similar form:

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re:	: Chapter 15
	:
VIRGOLINO DE OLIVEIRA, S.A.	: Case No. 25-10696 (MG)
AÇÚCAR E ÁLCOOL, <i>et al.</i> ,	:
	: Jointly Administered
Debtors in a Foreign Proceeding. <sup>1</sup>	:
-----X	

<sup>1</sup> The debtors in these chapter 15 cases, along with each Debtor's tax identification or corporate registry number, are: Virgolino de Oliveira S.A. Açúcar e Álcool (No. 49.911.589/0001-79); Agropecuária Nossa Senhora do Carmo S.A. (No. 50.031.780/0001-50); Açucareira Virgolino de Oliveira S.A. (No. 07.024.792/0001-83); Agropecuária Terras Novas S.A. (No. 07.024.787/0001-70); Usina Catanduva S.A. Açúcar e Álcool (No. 44.330.983/0001-08); RO Serviços Agrícolas S.A. (No. 09.575.642/0001-93); Estate of Carmen Ruete de Oliveira (No. 08.460.935/0001-62); Carmen Aparecida Ruete de Oliveira (No. 08.460.973/0001-15); and Virgolino de Oliveira Filho (No. 08.447.511/0001-68).

4. A docket entry shall be made in each of the above-captioned cases substantially as follows:

An Order has been entered in this case directing the procedural consolidation and joint administration of the Chapter 15 Cases of Virgolino de Oliveira S.A. Açúcar e Álcool, Agropecuária Nossa Senhora do Carmo S.A., Açucareira Virgolino de Oliveira S.A., Agropecuária Terras Novas S.A., Usina Catanduva S.A. Açúcar e Álcool, RO Serviços Agrícolas S.A., Estate of Carmen Ruete de Oliveira, Carmen Aparecida Ruete de Oliveira and Virgolino de Oliveira Filho. The docket of Virgolino de Oliveira S.A. Açúcar e Álcool in Case No. 25-10696 (MG) should be consulted in all matters affecting or related to this case.

5. This Order shall apply to any future filing of a chapter 15 case of any affiliate of the Debtors, provided, however, the Debtors shall file notice with the Court identifying the cases of such affiliates and stating that this Order shall apply to such cases.

6. The Foreign Representative is authorized to (a) utilize a combined service list for the Debtors' jointly administered cases and (b) send combined notices to the Debtors' creditors and other parties in interest.

7. The Foreign Representative is authorized to take such actions as may be necessary and appropriate to implement the terms of this Order.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dated: New York, New York  
\_\_\_\_\_, 2025

\_\_\_\_\_  
Hon. Martin Glenn  
Chief United States Bankruptcy Judge